

**EXHIBIT A****RESOLUTIONS ADOPTED BY THE BOARD OF DIRECTORS OF NAPro BioTHERAPEUTICS, INC.**

**RESOLVED**, that the Merger Sub be merged with and into the Corporation (the "*Merger*") and that the Corporation be the surviving corporation of the Merger;

**RESOLVED FURTHER**, that the Merger shall become effective on the filing of a Certificate of Ownership and Merger (the "*Certificate of Merger*") prepared and executed by an officer of the Corporation in the form required by Section 253 of the General Corporation Law of the State of Delaware and filed with the Secretary of State of the State of Delaware;

**RESOLVED FURTHER**, that upon the effectiveness of the Merger, (i) the Corporation shall assume all of the liabilities and obligations of the Merger Sub, (ii) the name of the Corporation shall be changed from "NaPro BioTHERAPEUTICS, Inc." to "Tapestry Pharmaceuticals, Inc." and (iii) Article One of the Amended and Restated Certificate of Incorporation of the Corporation, as amended, shall be amended and restated to read as follows: "The name of this corporation is Tapestry Pharmaceuticals, Inc. (the "Corporation")."

**RESOLVED FURTHER**, that the officers of the Corporation be, and each of them hereby is, authorized and directed, for and on behalf of the Corporation, to effect all filings and qualifications, and take all further actions, that any such officer deems to be necessary or appropriate to comply with state or federal securities laws in connection with the transactions contemplated by the Merger and the Certificate of Merger;

**RESOLVED FURTHER**, that the officers of the Corporation be, and each of them hereby is, authorized and directed for and on behalf of the Corporation to prepare, execute and deliver the Certificate of Merger and any other agreements, certificates and other documents referred to therein or contemplated thereby, and to cause the Corporation to perform its obligations under the Certificate of Merger; and

**RESOLVED FURTHER**, that the officers of the Corporation be, and each of them hereby is, authorized and directed, for and on behalf of the Corporation, to execute and deliver all other instruments, effect all filings and qualifications, and take all further actions, that either of them deem to be necessary or appropriate to carry out the purposes of the foregoing resolutions and to consummate the transactions contemplated by the Merger and the Certificate of Merger.